

Exhibit D

Asbestos PI Questionnaire Notice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W. R. GRACE & CO., <u>et al.</u> , ¹)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
Debtors.)	
)	
)	

**NOTICE OF DEADLINE FOR SUBMITTING A COMPLETED AND SIGNED
ASBESTOS PI QUESTIONNAIRE**

PLEASE TAKE NOTICE THAT on _____, 2004 the Honorable Judith K. Fitzgerald, United States Bankruptcy Judge, United States Bankruptcy Court for the District of Delaware (the "Court"), having jurisdiction over the chapter 11 cases of W. R. Grace & Co. and certain of its affiliates (collectively, the "Debtors" or "Grace"), entered an Estimation Procedures Order in the above-referenced bankruptcy cases.

Pursuant to the Estimation Procedures Order, any person or entity that wishes to assert an Asbestos PI Pre-petition Litigation Claim (as defined below) against the Debtors (i) had to properly submit a completed and signed W. R. Grace & Co Asbestos PI Proof of Claim before the Asbestos PI Pre-petition Litigation Bar Date which was _____, 2005 at 5:00 P.M. Eastern Time **and** (ii) must now properly submit a completed and signed Asbestos PI

¹ The Debtors filed their chapter 11 cases on April 2, 2001(*the "Petition Date"*). The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Questionnaire (a copy of which is attached as Exhibit 1) before _____, 2005, the deadline for submitting any such Asbestos PI Questionnaires (the "Questionnaire Return Date").

An "Asbestos PI Pre-petition Litigation Claim" is any Asbestos PI Claim that is based upon either (i) a pre-petition lawsuit for which no judgment or enforceable settlement was reached before April 2, 2001, or (ii) to the extent that a final judgment was rendered or an enforceable settlement was reached before April 2, 2001, and the settlement or judgment, as applicable, places any obligation(s) upon any of the Debtor(s), such Debtor(s) have not satisfied its obligations pursuant to the judgment or settlement.

"Asbestos PI Claim" is defined as any claim for personal injuries or damages that relates to: (a) exposure to any products or materials containing asbestos that were manufactured, sold, supplied, produced, specified, selected, distributed or in any way marketed by one or more of the Debtors (or any of their respective past or present affiliates, or any of the predecessors of any of the Debtors or any of their respective past or present affiliates), or (b) exposure to vermiculite mined, milled or processed by the Debtors (or any of their respective past or present affiliates, any of the predecessors of any of the Debtors or any of their respective past or present affiliates), whether in the nature of or sounding in tort, or under contract, warranty, guarantee, contribution, joint and several liability, subrogation, reimbursement, or indemnity, or any other theory of law or equity, or admiralty for, relating to, or arising out of, resulting from, or attributable to, directly or indirectly, death, bodily injury, sickness, disease, or other personal injuries or other damages caused, or allegedly caused, directly or indirectly, and arising or allegedly arising, directly or indirectly, from acts or omissions of one or more of the Debtors, including all claims, debts, obligations or liabilities for compensatory damages such as loss of consortium, personal or bodily injury (whether physical, emotional, or otherwise), wrongful death, survivorship, proximate, consequential, general and special damages and punitive damages.

If you have received this Notice, then you submitted an Asbestos PI Proof of Claim.² In order to assert an Asbestos PI Pre-petition Litigation Claim, you must now properly complete, sign, and submit an Asbestos PI Questionnaire, so that it is received by the Claims Processing Agent on or before the Questionnaire Return Date, _____, 2005 at 5:00 P.M. Eastern Time.

1. WHO MUST FILE AN ASBESTOS PI QUESTIONNAIRE:

If you wish to assert an Asbestos PI Pre-petition Litigation Claim, as defined herein, and have already properly submitted an Asbestos PI Proof of Claim, then you **MUST** file an Asbestos PI Questionnaire, or you may forever lose your right to assert your claim against the Debtors, their successors, and certain related parties.

² This Notice does not serve as an admission by the Debtors that your Asbestos PI Proof of Claim (i) was properly completed, (ii) was properly filed or (iii) asserted a valid Asbestos PI Pre-petition Litigation Claim, and the Debtors reserve their rights to object to your asserted claim on any applicable ground(s).

THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE AN ASBESTOS PI PRE-PETITION LITIGATION CLAIM OR THAT THE DEBTORS OR THE COURT BELIEVE YOU HAVE SUCH A CLAIM.

2. WHEN AND WHERE TO FILE

To submit an Asbestos PI Questionnaire, you must do the following:

- Complete and sign an Asbestos PI Questionnaire, a copy of which is enclosed as Exhibit 1. You must also attach all relevant supporting materials.
- For additional copies of the Asbestos PI Questionnaire:
 - Contact Rust Consulting, Inc., the Claims Processing Agent, toll-free at 1-800-432-1909, 9:00 a.m. - 4:00 p.m., Eastern Time, Monday through Friday. Claimants will not be charged for this call.
 - Visit the Grace chapter 11 website at www.graceclaims.com to request an Asbestos PI Questionnaire.
- An Asbestos PI Questionnaire will be deemed filed only when it has been actually received by the Claims Processing Agent. Asbestos PI Questionnaires that are submitted by facsimile, telecopy or other electronic transmission will **not** be accepted and will **not** be deemed filed. If you are returning your Asbestos PI Questionnaire by mail, allow sufficient mailing time so that the document is received on or before _____, 2005 at 5:00 P.M. Eastern Time. Asbestos PI Questionnaires that are postmarked before that date, but are received thereafter, will be considered late.
- Asbestos PI Questionnaires must be mailed or hand delivered so as to be received on or before _____, 2005 at 5:00 P.M. Eastern Time at the following address:

If mailed, to:

Rust Consulting, Inc.
Claims Processing Agent
Re: W.R. Grace & Co. Bankruptcy
P.O. Box 1620
Faribault, MN 55021

If hand delivered, to:

Rust Consulting, Inc.
Claims Processing Agent
Re: W.R. Grace & Co. Bankruptcy
201 S. Lyndale Ave.
Faribault, MN 55021

(between the hours of 9:00 a.m. and 4:00 p.m., Eastern Time, on business days).

- Asbestos PI Questionnaires must be signed by the claimant or the party submitting the document on behalf of the claimant.
- Do not file or send copies of any Asbestos PI Questionnaires to the Debtors, counsel for the Debtors, the Official Committee of Unsecured Creditors, the Official Committee of Asbestos Personal Injury Claimants, the Official Committee of Asbestos Property Damage Claimants, the Official Committee of Equity Security Holders, or such Committees' counsel.

3. WHAT TO FILE

To submit the requisite information pertaining to your asserted Asbestos PI Pre-petition Litigation Claim, you must use the court-ordered Asbestos PI Questionnaire, which is supplied with this notice.

Your Asbestos PI Questionnaire must (i) be written in English and (ii) attach relevant supporting materials.

4. EFFECT OF NOT PROPERLY FILING AN ASBESTOS PI QUESTIONNAIRE

ANY HOLDER OF AN ASBESTOS PI PRE-PETITION LITIGATION CLAIM WHO IS REQUIRED TO FILE AN ASBESTOS PI QUESTIONNAIRE MUST USE THE COURT-APPROVED ASBESTOS PI QUESTIONNAIRE FORM. ANY SUCH HOLDER WHO FAILS TO FILE THEIR QUESTIONNAIRE ON OR BEFORE _____, 2005 at 5:00 P.M. Eastern Time, **SHALL BE FOREVER BARRED, ESTOPPED AND ENJOINED** FROM ASSERTING ANY SUCH CLAIMS (OR FILING A SUBSEQUENT PROOF OF CLAIM AND/OR ASBESTOS PI QUESTIONNAIRE WITH RESPECT TO SUCH CLAIMS) AGAINST ANY OF THE DEBTORS OR THEIR PREDECESSORS-IN-INTEREST, INSURANCE CARRIERS OR THEIR PROPERTY OR ESTATES. IF ANY SUCH CLAIMS ARE SO BARRED, EACH OF THE DEBTORS AND ITS PROPERTY SHALL BE FOREVER DISCHARGED FROM ALL INDEBTEDNESS AND LIABILITIES WITH RESPECT TO SUCH CLAIMS AND THE HOLDERS OF SUCH CLAIMS SHALL NOT BE ENTITLED TO RECEIVE ANY DISTRIBUTION IN THESE CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIMS, OR RECEIVE FURTHER NOTICES REGARDING SUCH CLAIMS OR REGARDING THESE CHAPTER 11 CASES.

5. QUESTIONS REGARDING COMPLETION OF THE ASBESTOS PI QUESTIONNAIRE

If you have any questions concerning whether or not you need to file an Asbestos PI Questionnaire then you should consult your attorney. If you have questions concerning how to complete an Asbestos PI Questionnaire or for additional information regarding this notice or the Asbestos PI Questionnaire, then please contact the Claims Processing Agent toll-free at 1-800-432-1909 between 9:00 a.m. and 4:00 p.m. (Eastern Time), Monday through Friday, or write to the Claims Processing Agent. You may also request an Asbestos PI Questionnaire via Grace's chapter 11 website, at www.graceclaims.com.

BY ORDER OF THE COURT

The Honorable Judith K. Fitzgerald
United States Bankruptcy Judge